

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

VALE S.A.,

Petitioner,

-against-

BSG RESOURCES LIMITED,

Case No. 19-cv-3619

Respondent.

**DECLARATION OF JONATHAN I. BLACKMAN IN
SUPPORT OF VALE S.A.'S OPPOSITION TO RESPONDENT'S
CROSS-MOTION TO DISMISS, OR IN THE ALTERNATIVE, TO
ADJOURN THE DECISION ON THE ENFORCEMENT OF THE AWARD**

I, Jonathan I. Blackman, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am an attorney duly admitted to practice before this Court, and I am a partner of the law firm Cleary Gottlieb Steen & Hamilton LLP ("Cleary Gottlieb"), counsel for Vale S.A. ("Vale"). On April 24, 2019 date, I submitted a declaration to this Court, ECF No. 4 (the "Blackman Declaration") in connection with Vale S.A.'s *Petition for Recognition and Enforcement of a Foreign Arbitration Award*, ECF No. 1 (the "Petition"). I respectfully submit this declaration ("Supplemental Blackman Declaration") in connection with Vale S.A.'s *Opposition to Respondent's Cross-Motion to Dismiss, or in the Alternative, to Adjourn the Decision on the Enforcement of the Award* (the "Opposition to Cross-Motion").¹

2. Attached hereto as Exhibit A is a true and correct copy of the Joint Administrators' Second Progress Report, dated March 7, 2019, available as Ex. D to BSGR's Chapter 15 Petition,

¹ Unless otherwise indicated, capitalized terms not defined herein have the meaning ascribed to them in the Petition and the Memorandum of Law in Support of Vale S.A.'s Petition, ECF No. 5 (the "Petitioner's Memorandum").

In re BSG Res. Ltd., No. 19-11845-SRL (Bankr. S.D.N.Y. June 3, 2019), ECF No. 5-6 (the “Joint Administrators’ Second Progress Report”).

3. Attached hereto as Exhibit B is an excerpt of a true and correct copy of Exhibit C-660, an assemblage of Balda Foundation documents seized by the Swiss authorities and requested by U.S. and Guinean investigators that were produced by BSGR in the arbitration captioned *Vale S.A. v. BSG Resources Limited*, LCIA Case No. 142683 (the “Balda Foundation Documents”).

4. Attached hereto as Exhibit C is a true and correct copy of an article by Barbara Lewis, “Administrators seek to return Steinmetz’s mining firm BSGR to solvency,” published on the Reuters website, dated March 7, 2018.

5. Attached hereto as Exhibit D is a true and correct copy of an article by Thomas Biesheuvel, “Beny Steinmetz Puts Mining Company BSGR Into Administration,” Bloomberg, dated March 7, 2018.

6. Attached hereto as Exhibit E is a true and correct copy of the Tribunal’s Second Decision on Document Production in the arbitration captioned *Vale S.A. v. BSG Resources Limited*, LCIA Case No. 142683, dated February 15, 2016.

7. Attached hereto as Exhibit F is a true and correct copy of the Tribunal’s Third Decision on Document Production in the arbitration captioned *Vale S.A. v. BSG Resources Limited*, LCIA Case No. 142683, dated March 18, 2016.

8. Attached hereto as Exhibit G is a true and correct copy of an article, “Secret Dealings Tying UK Conservatives’ CEO to Bribery Scandal Billionaire,” published on the Global Witness website, dated May 3, 2019.

9. Attached hereto as Exhibit H is a true and correct copy of the hearing transcript regarding BSGR's request for a temporary restraining order from *In re BSG Res. Ltd.*, No. 19-11845-SRL (Bankr. S.D.N.Y.), June 4, 2019 (the "TRO Hr'g Tr.").

10. Attached hereto as Exhibit I is a true and correct copy of the hearing transcript regarding BSGR's request to seal a document relied upon in its Chapter 15 Petition from *In re BSG Res. Ltd.*, No. 19-11845-SRL (Bankr. S.D.N.Y.), June 13, 2019 (the "Sealing Hr'g Tr.").

I declare under penalty of perjury that the foregoing is true and correct. Executed on June 18, 2019, in New York, New York.

/s/ Jonathan I. Blackman

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